

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

)	
In re:)	Chapter 11
)	
VOYAGER DIGITAL HOLDINGS, INC., <i>et al.</i> ,)	Case No. 22-10943 (MEW)
)	
Debtors. ¹)	(Jointly Administered)
)	

**ORDER APPROVING THE JOINT MOTION OF
THE SETTLEMENT PARTIES AND THE AHEG
FOR THE ENTRY OF AN ORDER PURSUANT TO RULE 9019
OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE
(A) APPROVING (I) THE SETTLEMENT AGREEMENT AMONG
THE PLAN ADMINISTRATOR, VOYAGER DIGITAL LTD.,
VOYAGER DIGITAL HOLDINGS, INC., AND VOYAGER DIGITAL, LLC;
AND (II) THE SUBSTANTIAL CONTRIBUTION CLAIM OF THE
AHEG PARTIES IN THE SETTLEMENT AGREEMENT; (B)
APPROVING THE VOYAGER/GOVERNMENTAL CLAIMANTS
STIPULATION; AND (C) GRANTING RELATED RELIEF**

Upon the *Joint Motion of the Settlement Parties and the AHEG for the Entry of an Order Pursuant to Rule 9019 of the Federal Rules of Bankruptcy Procedure (A) Approving (I) the Settlement Agreement among the Plan Administrator, Voyager Digital Ltd., Voyager Digital Holdings, Inc., and Voyager Digital, LLC; and (II) the Substantial Contribution Claim of the AHEG Parties in the Settlement Agreement; (B) Approving the Voyager/Governmental Claimants Stipulation; and (C) Granting Related Relief* (the “Motion”);² and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and this matter being a core proceeding within the meaning of 28 U.S.C. § 157(b)(2); and this Court having the power to enter a final order

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Voyager Digital Holdings, Inc. (7687); Voyager Digital Ltd. (7224); and Voyager Digital, LLC (8013). The location of the Voyager Digital Holdings, Inc.’s, Voyager Digital Ltd.’s, and Voyager Digital, LLC’s principal place of business is 33 Irving Place, New York, NY 10003.

² Capitalized terms used but not defined herein shall have the same meanings ascribed to them in the Motion.

consistent with Article III of the United States Constitution; and venue being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and sufficient notice and opportunity for a hearing having been given; and no other or further notice being required; and the Court having reviewed the Motion; and after due deliberation and sufficient cause appearing therefor, IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. The Settlement Agreement is approved under Bankruptcy Rule 9019, and the Settlement Parties are authorized to enter into and perform under the Settlement Agreement.
3. The AHEG Substantial Contribution Claim is approved and allowed in its entirety.
4. The Voyager/Governmental Claimants Stipulation is hereby approved, and the Parties thereunder are authorized to enter into and perform under the Voyager/Governmental Claimants Stipulation.
5. The Governmental Claims of the Signatory Governmental Claimants against OpCo are subordinated to (a) Allowed Class 3 Account Holder Claims and (b) Allowed Class 4A OpCo General Unsecured Claims other than Governmental Claims in that class, until payment in full of such claims in the immediately preceding clauses (a) and (b).
6. With respect to any recovery the Signatory Governmental Claimants receive on account of the Governmental Proofs of Claim against HoldCo and TopCo, the Signatory Governmental Claimants shall contribute those funds to OpCo for distribution to Holders of Allowed Class 3 Account Holder Claims until Holders of Allowed Class 3 Account Holder Claims receive payment in full.

7. The Parties are authorized to take any action as may be necessary or appropriate to implement, effectuate and fully perform under the Settlement Agreement in accordance with herewith, including without limitation to execute and deliver all instruments and documents, and take such other action as may be necessary or appropriate to implement, effectuate and fully perform under the Settlement Agreement in accordance herewith.

8. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion, and the Local Rules are satisfied by such notice.

9. Notwithstanding any procedural rule to the contrary, the terms of this Order shall become effective immediately upon its entry.

10. This Court retains exclusive jurisdiction of any matter arising from or relating to the implementation, interpretation, or enforcement of this Order.

Dated: New York, New York
October 6, 2023

/s/ Michael E. Wiles

THE HONORABLE MICHAEL E. WILES
UNITED STATES BANKRUPTCY JUDGE